ShawPittman

A Law Partnership Including Professional Corporations

Brendan Holland 202.663.8422 brendan.holland@shawpittman.com

-October 9, 2000

VIA FEDERAL EXPRESS

Federal Communications Commission 1270 Fairfield Road Gettysburg, PA 173257245

> Auction No. 33-700 MHz Guard Band Auction Re:

> > FCC Form 602

Ownership Disclosure Information

Pegasus Guard Band, LLC

To Whom It May Concern:

Submitted herewith, on behalf of Pegasus Guard Band, LLC. is an FCC Form 602 containing the required FCC Ownership Disclosure Information for the Wireless Telecommunications Services. Pegasus Guard Band, LLC was the winning high bidder for 3 1 licenses in Auction No. 33, the 700 MHz Guard Band Auction, and submits this FCC Form 602 as required pursuant to Section 1.919 of the Commission's rules.

Also enclosed are a receipt copy of this application and a self-addressed Federal Express envelope. Please date-stamp the enclosed duplicate copy and return the copy in the enclosed Federal Express envelope.

If there are any questions regarding this matter, please contact the undersigned.

Respectfully submitted,

Brendan Holland

FCCLET397 170000

Document # 102 I 820 v I

Washington, DC Northern Virginia New York Los Angeles London

Oct-05-00 Q1:43pm Main Form

Wireless Telecommunications Services

Approved by OMB 3060 - 0789 Soo instructions for public burden estimate

1) Fifst Name (d'individual):	MI.	Last Name		Suffix
?) Applicant Name (if entity)			3) Applicant TIN	
Pegasus Guard Band, LLC				
elated FCC Regulated Businesses of Applicant/Lice	ensee			
4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary)	P	4D) rincipal Busin⇔s	4c) Tin.	40) Percent of Interest Held
None				
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ignature Typed or Printed hame of Party Authorized to Sign				
First Name	MI.	Last Name		Suffix
Scott		Blank		
Traile:				•
Vice President of Pegasus Development Corpo	ration, the	sole member of a	pplicant	
Signature	•			Date.
South Black		4567	897077	10/05/00
Failure To Sign This Application May Result in Dismussal Of The Applica	ation And Forte	nture Of Age Rees Paid Of		
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTA AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCT Section 503)	CHIMENTS AN	E DI INI E DY EINE A	Mag respectively	Code, Title 18, Section 190 FURE (U.S. Code, Title 47,
		Te/A	URG SCOT	
_		77.75	777 V	FC0 February 1999 - Pa

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FCC Ownership Disclosure Information for the **Wireless Telecommunications Services**

Approved by OMB 3060.0799 See instructions for public burden estimate

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as	s many as	required to describe al	I disclosable interest holders)	
Drsclosable Interest Holder's First Name (if individual)	dual):	MI.	Last Name		Suffix:
2) Disclosable Interest Holder's Name (if entity):				3) Disclosable Interest Holder	's TIN.
Pegasus Development Corporation					No.
4) Disclosable Interest Holder's Address:					
225 City Line Avenue, Suite 200 Bal	la Cynwy	yd, PA 19	9004		
5) Type of Interest in Applicant () (refer to Instructions for list)			Holder is a(n): () for list of codes):	7) Percent of Interest Held in	Applicant.
D	c			100%	
8) Drsclosable Interest Holder's Type of Ownership (refer to instructions for list):			9) Disclosable Interest	Holder's Country of Citizenship:	
0- Membership interest in LLC			USA		
10) Relationship Description (if the discloseable interes	est holder is a	an indirect ov		from indirect owner to the applica	nt):
Related FCC Regulated Businesses of Disc	losable In	terest Holo	ders (repeat for each	interest holder identified)	
IIa) Name and address of all FCC Regulated Busine owned by Disclosable Interest Holder listed in #3 additional sheets, if necessary):		IIb) Principal Business:		IIc) TIN:	IId) Percent of Interest Held:
Pegasus Broadband Corp. 225 City Line Avenue, Suite 200 Bala Cynwyd, PA 19004		Communications services			100
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FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Approved by OMB 3060 - 0799 See instructions for public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

Disclosable Interest Holder's First Name (if individual)	dual):	MI:	Last Name:		Suffix:	
2) Disclosable Interest Holder's Name (if entity):		1		3) Disclosable Interest Holder's TIN		
Pegasus Communications Corporatio	n					
4) Disclosable interest Holder's Address:						
225 City Line Avenue. Suite 200 Ba	la Cynwyd.	PA 190	004			
5) Type of Interest in Applicant ()	6) Disclosable			7) Percent of Interest Held in Applica	nt.	
(refer to Instructions for list)	(refer to inst	ructions for	r list of codes):			
I	C			100% (indirect)		
8) Disclosable Interest Holder's Type of Ownership	•		Disclosable Interest Holder's Country of Citizenship:			
(refer to instructions for list):						
0- Membership interest in LLC			USA			
10) Relationship Description (if the discloseable interest						
Pegasus Guard Band, LLC, Pegasus Development Corp., Pegasus Communications Corp.						

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary).	11b) Principal Business:	IIc) TIN:	IId) Percent of Interest Held:
Pegasus Media & Communications, Inc. 225 City Line Avenue, Suite 200 Bala Cvnwvd, PA 19004	Broadcast TV		100
Pegasus Broadcast Television, Inc. 225 City Line Avenue Suite 200 Bala Cynwyd, PA 19604	Broadcast TV		100
WOLF License Corp. 225 City Line Avenue, Suite 200 Bala Cynwyd, PA 19004	Broadcast TV		100
Pegasus Broadcast Associates, L.P. 225 City Line Avenue, Suite 200 Bala Cynwyd, PA 19004	Broadcast TV		100 -
WDSI License Corp. 225 City Line Avenue, Suite 200 Bala Cynwyd, PA 19004	Broadcast TV		100
WDBD License Corp. 225 City Line Avenue, Suite 200 Bala Cvnwvd. PA 19004	Broadcast TV		100
WTLH License Corp. 225 City Line Avenue, Suite 200 Bala Cvnwvd, PA 19004	Broadcast TV		100
HMW, Inc, 225 City Line Avenue, Suite 200 Bala Cvnwvd, PA 19004	Broadcast TV		100

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FCC Ownership Disclosure Information for the Wireless Telecommunications Services

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Schedule for Disclosable Interest Holders

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Disclosable	Interest	Holder	Information	(complete	as	many	as	required	to	describe	all	disclosable	interest	holders)	

Disclosable Interest Holder's First Name (if Individual)	dual):	MI:	Last Name		Suffix	
2) Disclosable Interest Holder's Name (if entity):		1		3) Disclosable Interest Holder's TIN:		
- ' -				,		
Pegasus Communications Holdings, 1	nc.					
Disclosable Interest Holder's Address:	····					
,						
225 City Line Avenue, Suite 200 Ba	la Cynwyd.	PA 190	004			
5) Type of Interest In Applicant ()	6) Disclosable	Interest Ho	older is a(n): (7) Percent of Interest Held in Applica	ınt: *	
(refer to Instructions for list)	(refer to inst	ructions for	list of codes)	,		
ı	C			49% (indirect)		
8) Disclosable Interest Holder's Type of Ownership			9) Disclosable Interest Holder's Country of Citizenship:			
(refer to instructions for list):						
0- Membership interest in LLC			USA			
10) Relationship Description (if the discloseable inter-	est holder is an in	direct own	er, list path of ownership fro	om indirect owner to the applicant):		
Pegasus Guard Band. LLC, Pegasus 1	Developmen	it Corp.	, Pegasus Communi	ications Corp.,		
Pegasus Communications Holdings, I	nc.					

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary).	IIb) Principal Business:	IIc) TIN:	IId) Percent of Interest Held:
Federal Radio Service Corp. 225 City Line Avenue, Suite 200 Bala Cynwyd, PA 19004	communications		90%
Pegasus Radio Corp. 225 City Line Avenue Suite 200 Bala Cynwyd, PA 19004	communications		100
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		, Edit State	
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FCC Ownership Disclosure Information for the Wireless Telecommunications Services

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Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if indivi	dual):	Mi:	Last Name		Suffix	
2) Disclosable Interest Holder's Name (if entity).				3) Disclosable Interest Holder's TIN:		
Pegasus Capital. L.P.						
4) Disclosable Interest Holder's Address:						
225 City Line Avenue, Suite 200 Ba	la Cynwyd.	PA 190	004			
5) Type of Interest in Applicant ()	6) Disclosable I		` ' ' '	7) Percent of Interest Held in Applica	ant:	
(refer to Instructions for list)	(refer to inst	ructions for	· list of codes).			
I	L			17.7% (indirect)		
8) Disclosable Interest Holder's Type of Ownership			9) Disclosable Interest Ho	llder's Country of Citizenship:		
(refer to instructions for list):						
0- Membership interest in LLC			USA			
IO) Relationship Description (if the discloseable interes						
Pegasus Guard Band, LLC, Pegasus Development Corp., Pegasus Communications Corp.,						
Pegasus Capital, L.P.						

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Pegsus Communications Portfolio Holdings, 225 City Line Avenue, Suite 200 Bala Cynwyd, PA 19004	Inc. MMDS		100
Pegasus IVDS Inc 225 City Line Avenue Suite 200 Bala Cynwyd, PA 19004	IVDS		49%
Pegasus PCS Partners, LP 225 City Line Avenue, Suite 200 Bala Cynwyd, PA 19004	PCS/communications		100*
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FCC Ownership Disclosure Information for the Wireless Telecommunications Services

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Schedule for Disclosable Interest Holders

isclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)									
1) Disclosable Interest Holder's First Name (if individ	dual).	MI:	Last Name:		Suffix				
2) Disclosable Interest Holder's Name (if entity).				3) Disclosable Interest Holder's	TIN:				
Pegasus Communications Limited Par	rtnership								
4) Disclosable Interest Holder's Address:									
225 City Line Avenue, Suite 200 Ba	la Cynwy	/d, PA 190	004						
5) Type of Interest in Applicant () (refer to Instructions for list)	,	ble Interest Ho instructions for	` ' ' '	7) Percent of Interest Held in A	Applicant				
I	L			49% (indirect)					
Disclosable Interest Holder's Type of Ownership (refer to instructions for list):			9) Disclosable Interest Ho	older's Country of Citizenship:					
0- Membership interest in LLC			USA						
IO) Relationship Description (if the discloseable interest):				
Pegasus Guard Band, LLC, Pegasus	-	-	_	-					
Pegasus Communications Holdings, I	nc., Pega	sus Comm	unications Limited	Partnership					
Related FCC Regulated Businesses of Disc	losable In	terest Holde	ers (repeat for each in	terest holder identified)					
IIa) Name and address of all FCC Regulated Busine owned by Disclosable Interest Holder listed in #3 additional sheets, if necessary):		Prir	IIb) cipal Business:	IIc) TIN:	11d) Percent of Interest Held:				

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business:	IIc) TIN:	11d) Percent of Interest Held:

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FCC Ownership Disclosure Information for the Wireless Telecommunications Services

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Schedule for Disclosable Interest Holders

visclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individ	lual):	MI:	Last Name:		Suffix:			
2) Disclosable Interest Holder's Name (if entity).				3) Disclosable Interest Holder's TIN:				
Northwest Management Associates. I	P.		3					
4) Disclosable Interest Holder's Address:				•				
22.5 City Line Avenue, Suite 200 Bala Cynwyd, PA 19004								
5) Type of Interest in Applicant () (refer to Instructions for list)	6) Disclosable (refer to instr		Holder s a(n): () 7) Percent of Interest Held in Applicant. or list of codes):					
1	L			49% (indirect)				
Disclosable Interest Holder's Type of Ownership (refer to instructions for list):			9) Disclosable Interest Ho	older's Country of Citizenship:				
(refer to metabolish for fiel).								
0- Membership interest in LLC			USA					
IO) Relationship Description (if the discloseable interest								
Pegasus Guard Band, LLC, Pegasus 1				-				
Pegasus Communications Holdings, Inc., Pegasus Communications Limited Partnership,								
Northwest Management Associates. I	∠.P.							

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business:	IIc) TIN:	IId) Percent of Interest Held:
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FCC Ownership Disclosure information for the Wireless Telecommunications Services

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Schedule for Disclosable Interest Holders

Disclosable	Interest	Holder	Information	n (complete	as mai	ny as	required to	describe a	II disclosable	interest hol	ders)
			pm:				Last Ma				

1) Disclosable Interest Holder's First Name (if individual)		MI.	Last Name.		Suffix:	
2) Disclosable Interest Holder's Name (if entity):				3) Disclosable Interest Holder's	TIN:	
Pegasus Cable Associates, Ltd.						
4) Disclosable Interest Holder's Address						
225 City Line Avenue, Suite 200 I	ala Cynwy	d, PA 19	9004			
5) Type of Interest in Applicant () (refer to Instructions for list)	e of Interest in Applicant () 6) Disclosable Interest H		Holder is a(n). () 7) Percent of Interest Held in A		Applicant:	
I	C			49% (indirect)		
8) Dtsclosable Interest Holder's Type of Ownersh (refer to instructions for list):	p		9) Disclosable Interest F	lolder's Country of Citizenship:		
0- Membership interest in LLC			USA			
0) Relationship Description (if the discloseable int Pegasus Guard Band, LLC, Pegasu					t).	
Pegasus Communications Holdings	_			Partnership.		
Northwest Management Associates	L.P., Pega	sus Cabl	e Associates, Ltd.			
elated FCC Regulated Businesses of Di	sclosable In	terest Hole	ders (repeat for each in	nterest holder identified)		
Name and address of all FCC Regulated Bus owned by Disclosable Interest Holder listed in additional sheets, if necessary):		Р	I-I b) rincipal Business:	IIc) TIN:	IId) Percent of Interest Held:	

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	I-I b) Principal Business:	IIc) TIN:	IId) Percent of Interest Held:
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FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Approved by OMB 3 0 6 0 . 0 7 9 9 See instructions for public burden estimate

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders) 1) Disclosable Interest Holder's First Name (if individual): ΜI Last Name Suffix: 3) Disclosable Interest Holder's TIN. 2) Disclosable Interest Holder's Name (if entity): Pegasus Capital, Ltd. 4) Disclosable Interest Holder's Address. 225 City Line Avenue, Suite 200 Bala Cynwyd. PA 19004 6) Disclosable Interest Holder is a(n): (5) Type of Interest in Applicant (7) Percent of Interest Held in Applicant. (refer to instructions for list of codes): (refer to Instructions for list) 17.7% (indirect) I c 8) Disclosable Interest Holder's Type of Ownership 9) Disclosable Interest Holder's Country of Citizenship: (refer to instructions for list): 0- Membershio interest in LLC **USA** 0) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Pegasus Guard Band. LLC, Pegasus Development Corp., Pegasus Communications Corp., Pegasus Capital, L.P., Pegasus Capital, Ltd.

IIa) Name and address of all FCC Regulated Businesses owned by Disclosabie Interest Holder listed in #3 (use additional sheets, if necessary):	1 tb) Principal Business:	IIc) TIN:	IId) Percent of Interest Held:
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FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 0799 See instructions for public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

Disclosable Interest Holder's First Name (if individent in the control of th	dual),	MI:	Last Name.		Suffix.
Marshall		W.	Pagon		
			1 agon		
2) Disclosable Interest Holder's Name (if entity):				3) Disclosable Interest Holder's TIN:	
					i
4) Disclosable Interest 'Holder's 'Address:					
					ĺ
225 City Line Avenue, Suite 200 Ba	la Cynwyd.	PA 190	004		
5) Type of Interest in Applicant ()	6) Disclosable Interest Holder is a(n): () 7) Percent of Interest Held in Ap		est Holder is a(n): () Percent of Interest Held in Applicant:		nt:
(refer to Instructions for list)	(refer to insti	ructions fo	r list of codes):		
I	I			100% (indirect *)	
8) Disclosable Interest Holder's Type of Ownership			9) Disclosable Interest Ho	l older's Country of Citizenship:	
(refer to instructions for list):			o, Biologapio interest rie	ndor o dodniny or diazonomp.	
0- Membership interest in LLC			USA		
10) Relationship Description (if the discloseable interest	set holder is an in	direct own		im indirect owner to the applicant):	
1- Pegasus Guard Band, LLC*, Pegasus					
	-	-	•		
Pegasus Capital, Ltd.*, Marshall Pagon					
Pegasus Communications Corp.*, Pegasus Communications Holding, Inc.*, Pegasus Communications. L.P.*					
Northwest Management Associates, L.I.	'.*, Pegasus (Cable A	ssociates, Ltd.*. Mar	shall Pagon.	

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business:	IIc) TIN:	IId) Percent of Interest Held:
Pegasus IVDS, Inc. 225 City Line Avenue, Suite 200 Bala Cynwyd, PA 19004	IVDS		49% (indirect
Pegasus Broadband Corp. 225 City Line Avenue, Suite 200 Bala Cynwyd, PA 19004	Communications		100*
Pegasus Media & Communications, Inc. 225 City Line Avenue, Suite 200 Bala Cynwyd, PA 19004	Broadcast TV		100*
Pegasus Broadcast Television Inc. 225 City Line Avenue, Suite 200 Bala Cynwyd, PA 19004	Broadcast TV		100*
WOLF License Corp. 225 City Line Avenue, Suite 200 Bala Cynwyd, PA 19004	Broadcast TV		100*
Pegasus Broadcast Associates, L.P. 225 City Line Avenue, Suite 200 Bala Cynwyd, PA 19004	Broadcast TV		100*
WDSI.License Corp. 225 City Line Avenue, Suite 200 Bala Cynwyd, PA 19004	Broadcast TV		100*
WDBD License Corp. 225 City Line Avenue, Suite 200 Bala Cynwyd. PA 19004	Broadcast TV		100*

"Marshall Pagon's interest represents actual control of the entity; therefore, pursuant to Section 1.2112(a)(9), Marshall Pagon is deemed to hold a 100% interest in this entity.

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FCC Ownership Disclosure Information for the Wireless Telecommunications Services

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Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as ma	any as re	equired to describe all o	disclosable interest holders) ${ m CON}'$	TINUED
Disclosable Interest Holder's First Name (if individed in the individ		MI	Last Name:		Suffix
Marshall		W.	Pagon (continued		
2) Disclosable Interest Holder's Name (if entity):				3) Dtsclosable Interest Holder's TIN:	
				pring I was	
4) Disclosable Interest Holder's Address.					
5) Type of Interest in Applicant ()	6) Disclosable I		older is a(n). () r list of codes).	7) Percent of Interest Held in Applica	ant
(refer to instructions for list)	(refer to instr	iuctions to	list of codes).		
			T		
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):			9) Disclosable Interest H	older's Country of Citizenship:	
(Telef to instructions for list).					
_					
10) Relationship Description (if the dtscloseable interest	est holder is an in	idirect own	er, list path of ownership fr	om indirect owner to the applicant):	

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business:	IIc) TIN:	11d) Percent of Interest Held:
WTLH License Corp. 225 City Line Avenue, Suite 200 Bala Cynwyd, PA 19004	Broadcast TV		100*
HMW, Inc 225 City Line Avenue, Suite 200 Bala Cynwyd, PA 19004	Broadcast TV		100*
Federal Radio Service Corp. 225 City Line Avenue. Suite 200 Bala Cynwyd, PA 19004	Communications		100*
Pegasus Radio Corp. 225 Crty Line Avenue, Suite 200 Bala Cynwyd, PA 19004	Communications		100*
Pegasus Communicatiosn Portfolio Holdings 223 City Line Avenue, Suite 200 Bala Cynwyd, PA 19004	, Inc. MMDS		100*